

2-029A015



**Union Tank Car Company**

225 West Washington Street  
Chicago, Illinois 60606  
312/372-9500

*12791-N*  
JAN 29 1992 -2 35 PM

INTERSTATE COMMERCE COMMISSION

January 28, 1992

VIA FEDERAL EXPRESS

Interstate Commerce Commission  
12th St. & Constitution Ave., N.W.  
Washington, DC 20423

*12791-0*  
JAN 29 1992 -2 35 PM  
INTERSTATE COMMERCE COMMISSION

Attn: Ms. Mildred R. Lee  
Room 2303

Re: Equipment Trust Agreement (Series 18)  
Recordation No. 12791  
Termination of Trust Agreement

Dear Ms. Lee:

Enclosed are one original and two certified copies of the Termination of Trust Agreement dated as of January 15, 1992, between Union Tank Car Company and Manufacturers Hanover Trust Company, as Trustee. Also enclosed are one original and two certified copies of a Bill of Sale from the Trustee to Union Tank Car Company.

Please file both of these documents as supplements to the filing referred to above. Enclosed is our check in the amount of \$32 for the filing fee. Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 845-5336.

Thank you.

Sincerely,

*Jean Fowler*  
Jean Fowler  
Legal Assistant

jf/  
encls.

UTC4066A

MOTOR OPERATING UNIT

JAN 29 2 27 PM '92



A MEMBER OF THE MARMON GROUP OF COMPANIES

12791-N  
JAN 29 1992 -2 33 PM  
INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS)  
COUNTY OF COOK )

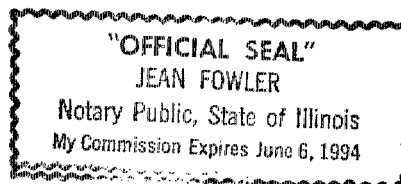
CERTIFICATE

The undersigned, Jean Fowler, a Notary Public in and for said County and State, hereby states that she has compared the attached copy of the Termination of Trust Agreement dated January 15, 1992 with the original document thereof, and hereby certifies that such attached copy is a true and correct copy of the original document in all respects.

In Witness Whereof, the undersigned has set her hand and seal this 28th day of January, 1992.

  
Notary Public

4066a



TERMINATION OF TRUST AGREEMENT

1279-N  
JAN 29 1992 -2 35 PM  
INTERSTATE COMMERCE COMMISSION

This Termination of Trust Agreement is entered into as of January 15, 1992, by and between UNION TANK CAR COMPANY, a Delaware corporation ("Company"), and MANUFACTURERS HANOVER TRUST COMPANY ("Trustee").

Recitals

A. Company and Trustee entered into an Equipment Trust Agreement ("Trust Agreement") dated January 15, 1981 providing, among other things, for the issuance of Company's Equipment Trust Certificates (Series 18) in the aggregate principle amount of \$75,000,000 and for the lease of certain equipment ("Trust Equipment") by Trustee to Company.

B. All of the payments due under the Trust Agreement have been made by Company on a timely basis. Pursuant to Section 5.01 of the Trust Agreement, the lease of the Trust Equipment has terminated.

C. Pursuant to Section 5.05 of the Trust Agreement, upon the termination of the lease of the Trust Equipment under the Trust Agreement and upon the making by Company of the payments referred to in Recital B above, title to the Trust Equipment shall vest in Company and Trustee is to execute such instruments as Company may reasonably request in order to make clear that Company has title to the Trust Equipment.

D. The parties wish to execute both this document and a Bill of Sale in order to document the termination of the Trust Agreement and to make clear that title to the Trust Equipment is now vested in the Company.


Agreement

The Company and Trustee hereby agree, pursuant to Sections 5.01 and 5.05 of the Trust Agreement, that (i) the lease provided for in the Trust Agreement was terminated effective as of January 15, 1992, and (ii) title to all Trust Equipment remaining subject to the Trust Agreement, including all that equipment listed on Schedule A attached hereto, was vested and did vest in Company effective as of January 15, 1992.

Company and Trustee have caused this Termination of Trust Agreement to be duly executed by their respective officers as of the date first shown above.

UNION TANK CAR COMPANY

By: \_\_\_\_\_

  
R. C. Gluth  
Executive Vice President

Attest:

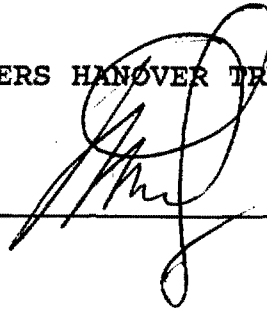


Robert W. Webb  
Secretary

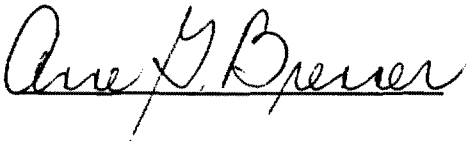
MANUFACTURERS HANOVER TRUST COMPANY

By: \_\_\_\_\_

Title: \_\_\_\_\_



Attest:



STATE OF ILLINOIS)

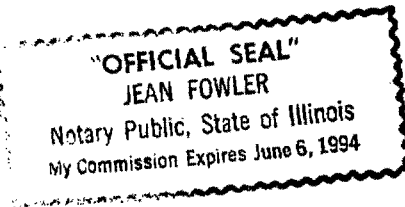
) SS

COUNTY OF COOK

On January 15, 1992, before me personally came R. C. Gluth, to me known, who, being by me duly sworn, did depose and say that he is Executive Vice President of Union Tank Car Company, one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

John Fowler  
Notary Public

My Commission Expires:



STATE OF NEW YORK

55

COUNTY OF New York

On January 21, 1992, before me personally came W. B. Dodge, to me known, who, being by me duly sworn, did depose and say that he is Vice President of Manufacturers Hanover Trust Company, one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

Alicia Castelle  
Notary Public

My Commission Expires:

**ALICIA CASTELLE**  
Notary Public, State of New York  
No. 4965185  
Qualified in Nassau County  
Certificate filed in New York County  
Commission Expires April 9, 1992

CERTIFICATE TRUST SERIES: R01R

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS
535	BOXT	70	WCTR101699,WCTR101997-WCTR101999,WCTR102112, WCTR102129,WCTR102139-WCTR102144,WCTR102151- WCTR102158,WCTR102160-WCTR102170,WCTR102172- WCTR102186,WCTR102188,WCTR102190-WCTR102199, WCTR102299-WCTR102310,WCTR102312-WCTR102326, WCTR102328-WCTR102378,WCTR102380,WCTR102382- WCTR102403,WCTR102405,WCTR102408-WCTR102441, WCTR102443-WCTR102523,WCTR102525-WCTR102552, WCTR102554-WCTR102573,WCTR102575-WCTR102597, WCTR102599-WCTR102604,WCTR102606-WCTR102627, WCTR102629-WCTR102642,WCTR102644-WCTR102652, WCTR102654-WCTR102696,WCTR102698-WCTR102721, WCTR102723-WCTR102738,WCTR102740-WCTR102745, WCTR102747-WCTR102750,WCTR102752-WCTR102790, WCTR102792-WCTR102798
20	BOXT	100	BCIT850001-BCIT850012,BCIT850014-BCIT850016, BCIT850018-BCIT850022
468	BULK	100	BCOL866010-BCOL866011,BCOL866015-BCOL866016, BCOL866019,BCOL866025,BCOL866031-BCOL866073, BCOL866075-BCOL866155,BCOL866500-BCOL866561, BCOL866563-BCOL866573,BCOL866575-BCOL866592, BCOL866596-BCOL866641,BCOL866645-BCOL866648, BCOL866662-BCOL866663,BCOL866800-BCOL866807, BCOL866809-BCOL866810,BCOL866812-BCOL866869, BCOL866871-BCOL866899,CP 317410-CP 317445, CP 317447-CP 317467,CP 317469-CP 317509
29	COVE	2,100	UNPX121911-UNPX121939
2	COVE	2,900	UNPX120502-UNPX120503
307	COVE	4,650	UNPX120000-UNPX120199,UNPX120202-UNPX120301, UNPX120319,UNPX120321-UNPX120322,UNPX120325, UNPX120396,UNPX120400-UNPX120401
16	COVE	5,840	UNPX122304-UNPX122305,UNPX122314-UNPX122318, UNPX122320-UNPX122322,UNPX122324-UNPX122328, UNPX122330
29	C214	5,800	UTCX58890-UTCX58913,UTCX58989-UTCX58993
1	C214	6,100	UTCX59068
8	LOC	5,820	220110,220112,220136,220138,220141,220150- 220151,220154

CERTIFICATE TRUST SERIES: R018

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS	
43	TA	14,000	1597-1635,1637,1639-1641	
11	TL	17,000	27585,28803-28812	
33	TL	20,000	11007-11022,11024-11025,11027-11028,11034-11035,11085,12121-12130	
12	TM	13,000	60800-60811	
61	TM	14,000	15964-15975,24000,24002-24019,24677-24694,24703-24714	
19	TM	16,000	66413,66580-66597	
30	TM	18,000	66197-66226	
55	TM	20,000	67329-67336,67340-67343,67345-67384,68257-68259	
192	TM	23,500	67282-67295,67297-67298,67300-67305,67307-67318,67320,67322-67328,67386,68283-68284,68286-68288,68291,68294,68330,68333-68357,68359-68373,68375-68389,68708-68709,68715,68717-68728,68730-68800	
R	TM	25,650	46111,46115,46118-46119,46122-46123,46125,46127	
25	TM	30,000	47000-47018,47026-47027,48442,48617,48619,48624	
2	TMI	10,000	70002-70003	
6	TMI	13,350	69526,69530-69534	
19	TMI	15,500	69487,69489-69504,69506-69507	
4	TMI	20,000	73466,73468,73485-73486	
5	TP	17,300	27750,27754-27757	
5	TP	17,500	27700-27704	
64	TP	25,000	93134,93140,93292,93382,93488,93505,93538,93634,93797,93875,93938,94312,94340,94463,98042,98057,98060,98073,98085,98090-98091,98093,98096,98107-98109,98111-98113,98121,98123,98125,98127,98129,98131,98133,98135,98137,98139,98141,98143,98145,98147,98149,98151,98153,98155,98157,98159,98161,98163,98165,98167,98169,98171,98173,98175,98177,98179,98181,98183,98185,98187,98189,98191,98193,98195,98197,98199,98201,98203,98205,98207,98209,98211,98213,98215,98217,98219,98221,98223,98225,98227,98229,98231,98233,98235,98237,98239,98241,98243,98245,98247,98249,98251,98253,98255,98257,98259,98261,98263,98265,98267,98269,98271,98273,98275,98277,98279,98281,98283,98285,98287,98289,98291,98293,98295,98297,98299,98301,98303,98305,98307,98309,98311,98313,98315,98317,98319,98321,98323,98325,98327,98329,98331,98333,98335,98337,98339,98341,98343,98345,98347,98349,98351,98353,98355,98357,98359,98361,98363,98365,98367,98369,98371,98373,98375,98377,98379,98381,98383,98385,98387,98389,98391,98393,98395,98397,98399,98401,98403,98405,98407,98409,98411,98413,98415,98417,98419,98421,98423,98425,98427,98429,98431,98433,98435,98437,98439,98441,98443,98445,98447,98449,98451,98453,98455,98457,98459,98461,98463,98465,98467,98469,98471,98473,98475,98477,98479,98481,98483,98485,98487,98489,98491,98493,98495,98497,98499,98501,98503,98505,98507,98509,98511,98513,98515,98517,98519,98521,98523,98525,98527,98529,98531,98533,98535,98537,98539,98541,98543,98545,98547,98549,98551,98553,98555,98557,98559,98561,98563,98565,98567,98569,98571,98573,98575,98577,98579,98581,98583,98585,98587,98589,98591,98593,98595,98597,98599,98601,98603,98605,98607,98609,98611,98613,98615,98617,98619,98621,98623,98625,98627,98629,98631,98633,98635,98637,98639,98641,98643,98645,98647,98649,98651,98653,98655,98657,98659,98661,98663,98665,98667,98669,98671,98673,98675,98677,98679,98681,98683,98685,98687,98689,98691,98693,98695,98697,98699,98701,98703,98705,98707,98709,98711,98713,98715,98717,98719,98721,98723,98725,98727,98729,98731,98733,98735,98737,98739,98741,98743,98745,98747,98749,98751,98753,98755,98757,98759,98761,98763,98765,98767,98769,98771,98773,98775,98777,98779,98781,98783,98785,98787,98789,98791,98793,98795,98797,98799,98801,98803,98805,98807,98809,98811,98813,98815,98817,98819,98821,98823,98825,98827,98829,98831,98833,98835,98837,98839,98841,98843,98845,98847,98849,98851,98853,98855,98857,98859,98861,98863,98865,98867,98869,98871,98873,98875,98877,98879,98881,98883,98885,98887,98889,98891,98893,98895,98897,98899,98901,98903,98905,98907,98909,98911,98913,98915,98917,98919,98921,98923,98925,98927,98929,98931,98933,98935,98937,98939,98941,98943,98945,98947,98949,98951,98953,98955,98957,98959,98961,98963,98965,98967,98969,98971,98973,98975,98977,98979,98981,98983,98985,98987,98989,98991,98993,98995,98997,98999,99001,99003,99005,99007,99009,99011,99013,99015,99017,99019,99021,99023,99025,99027,99029,99031,99033,99035,99037,99039,99041,99043,99045,99047,99049,99051,99053,99055,99057,99059,99061,99063,99065,99067,99069,99071,99073,99075,99077,99079,99081,99083,99085,99087,99089,99091,99093,99095,99097,99099,99101,99103,99105,99107,99109,99111,99113,99115,99117,99119,99121,99123,99125,99127,99129,99131,99133,99135,99137,99139,99141,99143,99145,99147,99149,99151,99153,99155,99157,99159,99161,99163,99165,99167,99169,99171,99173,99175,99177,99179,99181,99183,99185,99187,99189,99191,99193,99195,99197,99199,99201,99203,99205,99207,99209,99211,99213,99215,99217,99219,99221,99223,99225,99227,99229,99231,99233,99235,99237,99239,99241,99243,99245,99247,99249,99251,99253,99255,99257,99259,99261,99263,99265,99267,99269,99271,99273,99275,99277,99279,99281,99283,99285,99287,99289,99291,99293,99295,99297,99299,99301,99303,99305,99307,99309,99311,99313,99315,99317,99319,99321,99323,99325,99327,99329,99331,99333,99335,99337,99339,99341,99343,99345,99347,99349,99351,99353,99355,99357,99359,99361,99363,99365,99367,99369,99371,99373,99375,99377,99379,99381,99383,99385,99387,99389,99391,99393,99395,99397,99399,99401,99403,99405,99407,99409,99411,99413,99415,99417,99419,99421,99423,99425,99427,99429,99431,99433,99435,99437,99439,99441,99443,99445,99447,99449,99451,99453,99455,99457,99459,99461,99463,99465,99467,99469,99471,99473,99475,99477,99479,99481,99483,99485,99487,99489,99491,99493,99495,99497,99499,99501,99503,99505,99507,99509,99511,99513,99515,99517,99519,99521,99523,99525,99527,99529,99531,99533,99535,99537,99539,99541,99543,99545,99547,99549,99551,99553,99555,99557,99559,99561,99563,99565,99567,99569,99571,99573,99575,99577,99579,99581,99583,99585,99587,99589,99591,99593,99595,99597,99599,99601,99603,99605,99607,99609,99611,99613,99615,99617,99619,99621,99623,99625,99627,99629,99631,99633,99635,99637,99639,99641,99643,99645,99647,99649,99651,99653,99655,99657,99659,99661,99663,99665,99667,99669,99671,99673,99675,99677,99679,99681,99683,99685,99687,99689,99691,99693,99695,99697,99699,99701,99703,99705,99707,99709,99711,99713,99715,99717,99719,99721,99723,99725,99727,99729,99731,99733,99735,99737,99739,99741,99743,99745,99747,99749,99751,99753,99755,99757,99759,99761,99763,99765,99767,99769,99771,99773,99775,99777,99779,99781,99783,99785,99787,99789,99791,99793,99795,99797,99799,99801,99803,99805,99807,99809,99811,99813,99815,99817,99819,99821,99823,99825,99827,99829,99831,99833,99835,99837,99839,99841,99843,99845,99847,99849,99851,99853,99855,99857,99859,99861,99863,99865,99867,99869,99871,99873,99875,99877,99879,99881,99883,99885,99887,99889,99891,99893,99895,99897,99899,99901,99903,99905,99907,99909,99911,99913,99915,99917,99919,99921,99923,99925,99927,99929,99931,99933,99935,99937,99939,99941,99943,99945,99947,99949,99951,99953,99955,99957,99959,99961,99963,99965,99967,99969,99971,99973,99975,99977,99979,99981,99983,99985,99987,99989,99991,99993,99995,99997,99999	

CERTIFICATE TRUST SERIES: R018

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS
28	TPI	17,300	98136-98137, 98188, 98196-98204, 98206-98217, 98219-98220, 98225, 98227-98229, 98231-98233, 98235
39	TPI	33,800	28930-28931, 83452, 83469, 83475, 83508-83509, 83515-83516, 89006, 89009, 89011-89012, 89029, 89044, 89075-89076, 89080, 89104-89105, 89122, 89141, 89146, 89149, 89151, 89190, 89193, 89268
10	T055	20,000	98470, 98472, 98474-98476, 98549-98552, 98554, 98556-98558, 98561-98562, 98564-98566, 98648- 98649, 98651, 98654-98656, 98661-98664, 98666, 98713, 98715, 98717-98718, 98721-98726
1	T095	19,000	130020-130029
1	T096	23,500	200537
13	T105	20,000	647035
37	T106	23,500	641697-641701, 641740-641744, 641749, 641756, 641788
9	T107	26,000	200233, 200235, 200237, 200239-200240, 200242- 200271, 640374, 641714
77	T108	30,000	200347-200355
			100002-100005, 200272-200313, 200315-200327, 200329-200346

2,224 TOTAL